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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:	:
	: Chapter 11
SEARS HOLDINGS CORPORATION,	:
<i>et al.</i> ,	: Case No. 18-23538 (RDD)
	:
Debtors.	: (Jointly Administered)
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**AFFIDAVIT OF SERVICE REGARDING LIMITED OBJECTION
OF ALLURE GEMS, LLC TO DEBTORS' MOTION FOR
APPROVAL OF (I) STORE CLOSING SALES AND (II)
ASSUMPTION OF LIQUIDATION CONSULTING AGREEMENT**

Sally Siconolfi, being duly sworn, deposes and says that deponent is not a party to the action, is over 18 years of age, and resides in the County of New York and State of New York:

On October 23, 2018, deponent served overnight mail copies of *LIMITED OBJECTION OF ALLURE GEMS, LLC TO DEBTORS' MOTION FOR APPROVAL OF (I) STORE CLOSING SALES AND (II) ASSUMPTION OF LIQUIDATION CONSULTING AGREEMENT* [Docket No. 251] upon the Standard Parties (as that term is defined in the Order Implementing Certain Notice and Case Management Procedures dated October 17, 2018 [docket no. 139])¹; and the parties requesting ECF notification through the Court's electronic filing system.

¹The Standard Parties being served here are: i. the Chambers of the Honorable Judge Robert D. Drain "Chambers"), United States Bankruptcy Court for the Southern District of New York, 300 Quarropas Street, Room 248, White Plains, New York 10601; ii. the Debtors, c/o Sears Holdings Corporation, 3333 Beverly Road, Hoffman Estates IL 60179 (Attn: Stephen Sitley Esq., and Luke J. Valentino, Esq.); iii. Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153 (Attn: Ray C. Schrock, P.C., Jacqueline Marcus, Esq., Garret A. Fail, Esq., and Sunny Singh, Esq.), proposed attorneys for the Debtors; iv. the Office of the United States Trustee for Region 2 (the "U.S. Trustee"), 201 Varick Street, Suite 1006, New York, New York 10014 (Attn: Paul Schwartzberg, Esq.); v. Skadden, Arps, Slate, Meagher & Flom LLP, 4 Times Square, New York, NY 10036 (Attn: Paul D. Leake, Esq., Shana A. Elberg, Esq., and George R. Howard, Esq.), attorneys for Bank of America, N.A., administrative agent under the First Lien Credit Facility and the DIP ABL Agent; vi. Davis Polk & Wardell LLP, 450 Lexington Avenue, New


Sally Siconolfi

Sworn to before me this
23rd day of October, 2018


Notary Public

BAIERL, ERICH
Notary Public, State of New York
No. 01BA6133634
Qualified in New York County
Commission Expires 3/19/20 22

York, NY, 10017 (Attn: Marshall S. Huebner, Esq. and Eli J. Vonnegut, Esq.), attorneys for Citibank, N.A., as administrative agent under the Stand-Alone L/C Facility; vii. Cleary, Gottlieb, One Liberty Plaza, New York, NY, 10006 (Attn: Sean A. O'Neal, Esq.), attorneys for JPP, LLC, as agent under the Second Lien Credit Facility, IP/Ground Lease Term Loan Facility, and the Consolidated Secured Loan Facility; viii. Kelley Drye & Warren LLP, 101 Park Avenue, New York, NY 10178 (Attn: Eric R. Wilson, Esq., Benjamin D. Feder, Esq., and T. Charlie Liu, Esq.), attorneys for Computershare Trust Company, N.A., as trustee for the Second Lien PIK Notes, the Holdings Unsecured PIK Notes, and the Holdings Unsecured Notes; ix. Wilmington Trust, National Association, Corporate Capital Markets, 50 South Sixth Street, Suite 1290, Minneapolis, MN 55402 (Attn: Sears Holdings Corp. Administrator), as indenture trustee for the Second Lien Notes; x. Carter Ledyard & Milburn LLP, 2 Wall Street, New York, NY 10015 (Attn: James Gadsden, Esq.), attorneys for The Bank of New York Mellon Trust Company, as successor trustee for the SRAC Unsecured PIK Notes, SRAC Unsecured Notes, and the SRAC Medium Term Notes; and xi. Locke Lord LLP, 111 South Wacker Drive, Chicago, IL 60606 (Attn: Brian A. Raynor, Esq.), attorneys for the Pension Benefit Guaranty Corporation.